

IN THE UNITED STATES DISTRICT COURT  
FOR THE DISTRICT OF NEBRASKA

ANTHONY GENNARO, JR., on  
Behalf of Himself and All Others  
Similarly Situated,

Plaintiffs,

vs.

NATIONAL RESEARCH  
CORPORATION et al.,

Defendants.

4:17-CV-441

ORDER

JAMES D. GERSON, on behalf of  
himself and all other similarly  
situated shareholders of NATIONAL  
RESEARCH CORPORATION, and  
derivatively on behalf of Nominal  
Defendant NATIONAL RESEARCH  
CORPORATION,

Plaintiff,

vs.

MICHAEL D. HAYS et al.,

Defendants,

and

NATIONAL RESEARCH  
CORPORATION,

Nominal defendant.

4:17-CV-3152

ORDER

This matter is before the Court on the plaintiffs' motions for preliminary injunction (case no. 4:17-cv-441 [filing 9](#); case no 4:17-cv-3152 [filing 16](#)). The Court has, on its own initiative, reviewed this matter for purposes of case progression. The motions for preliminary injunction have been stayed to this point, contemplating a possible amended complaint in light of expected revisions to the underlying corporate reorganization proposal. Case no. 4:17-cv-441 [filing 35](#); case no 4:17-cv-3152 [filing 32](#); see case no. 4:17-cv-441 [filing 33](#); case no 4:17-cv-3152 [filing 30](#).


It appears to the Court that those revisions have been made: the plaintiffs' complaints and motions for preliminary injunction were premised on Preliminary Proxy Soliciting materials filed with the SEC that have since been supplanted by a substantially different proposal. *Compare* case no. 4:17-cv-441 [filing 11-2](#), *and* case no 4:17-cv-3152 [filing 18-2](#), *with* National Research Corp., Preliminary Proxy Soliciting materials (Form PRER14A) (Feb. 23, 2018), *available at* [https://www.sec.gov/Archives/edgar/data/70487/000143774918003218/nrci20180219\\_prer14a.htm](https://www.sec.gov/Archives/edgar/data/70487/000143774918003218/nrci20180219_prer14a.htm). Regardless of what disagreements might remain among the parties, the specific grounds on which the plaintiffs sought to preliminarily enjoin consummation of the originally proposed transaction have been mooted by the revised proposal.

IT IS ORDERED:

1. The parties' motions for preliminary injunction (case no. 4:17-cv-441 [filing 9](#); case no 4:17-cv-3152 [filing 16](#)) are denied as moot.
2. This matter is referred to the Magistrate Judge for case progression.

Dated this 7th day of March, 2018.

BY THE COURT:

  
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John M. Gerrard  
United States District Judge